
BY-LAWS GOVERNING THE MANITOBA LOCAL SECTION OF THE AMERICAN INDUSTRIAL HYGIENE ASSOCIATION

Revised 2018

ARTICLE I - NAME

The organization shall be known as the Manitoba Local Section of the National American Industrial Hygiene Association (herewith known as the Local Section).

ARTICLE II - PURPOSE

The purpose of the Local Section shall be to promote the purposes of the National American Industrial Hygiene Association (AIHA), as set forth in their Article of Incorporation, within the geographic boundaries of Manitoba and to any interested stakeholder living outside of the geographic boundaries of Manitoba.

ARTICLE III - MEMBERSHIP

1. Any member of the AIHA residing within the geographic boundaries of the Local Section may become a Member of the Local Section upon payment of local dues. Subject to the approval of the Local Section Executive Committee any interested party living outside the geographic boundaries of the Local Section may become a Member of the Local Section by giving written notice to the Local Section. A member of AIHA Local Section may be a member of more than one Local Section upon payment of local dues.
2. Additional classes of membership in the Local Section may be created with the approval of the Board of Directors of the AIHA. Emeritus membership in the Local Section may be extended to a member who has retired from the practice of the industrial hygiene profession with the approval of the Local Section Executive Committee. An Emeritus Member retains all privileges of a member of the Local Section but will not be assessed dues.

ARTICLE IV - MEMBERSHIP MEETINGS

1. Meetings of the Local Section shall be held at the time and place designated by the Executive Committee.
2. An Annual General Meeting at which the election of officers shall take place shall be held in the month of January.
3. Special meetings shall be called at the discretion of the President with the approval of the

Executive Committee or in response to the written request of twenty percent (20%) of the members of the Local Section in good standing.

4. Notice of the time and place of any meeting shall be delivered by e-mail not less than ten (10) days before the date of the meeting.
5. The presence of twenty percent (20%) of the members of the Local Section in good standing shall be required to constitute a quorum for any special meeting.

ARTICLE V - OFFICERS

1. The officers of the Local Section shall consist of the President-Past, President, President-Elect, Secretary and Treasurer or Secretary-Treasurer. Only members of the National AIHA may be elected as officers. Any Local Section member in good standing may be elected as a Director in the Local Section. No person shall serve as an officer in more than one Local Section at the same time. An officer need not reside or work in the geographic boundaries of the Local Section. Each officer shall hold office until a successor shall have been duly elected or until death, resignation, or removal. The Local Section shall give notice of the names and any pertinent information of the newly elected officers to AIHA within 30 days of such election. The officers shall serve a one year term unless a successor is elected and installed at a special meeting. The President-Elect automatically shall succeed the President in office upon completion of the President's term. The three elective Directors shall be elected for a term of three (3) years. One Director will be elected and installed each year.
2. A vacancy in office because of death, resignation or removal of an officer may be filled by the Executive Committee for the remainder of the unexpired term. If the vacancy occurs in the office of the President-Elect the member appointed to fill the vacancy shall not automatically succeed the President and the President for the following year shall be elected at the next annual meeting of the Local Section.
3. An officer may resign by oral tender of resignation at any meeting of the Executive Committee or by giving written notice thereof to the Executive Committee. Such resignation shall take effect at the time specified and acceptance of such resignation shall not be necessary to make it effective.
4. An officer may be removed with or without cause at a meeting expressly called for that purpose by a majority vote of the Executive Committee.
5. The President shall preside at all meetings of the Local Section membership and Executive Committee and shall perform such other duties as may be directed by the Executive Committee. The President shall appoint, subject to the provisions of these bylaws, members and chairs of all committees. All committee appointments shall be for a one year term. The President shall be an ex-officio member of all committees.

6. The President-Elect automatically shall succeed the President in office upon the completion of the President's term of office. The President-Elect shall perform any duties delegated by the Executive Committee or assigned by the President.
7. The Treasurer or Secretary-Treasurer shall receive and be custodian of all funds of the Local Section. All disbursements shall be made upon the authorization of the President. The Treasurer or Secretary-Treasurer shall prepare a preliminary annual financial report and submit the accounts of the Local Section for audit at the last meeting of the Executive Committee prior to the Annual General Meeting of the Local Section. The Treasurer or Secretary-Treasurer shall present a final annual financial report at the Annual General Meeting of the Local Section. After the Annual General Meeting of the Local Section, the Treasurer or Secretary-Treasurer shall transmit to the successor in office, all funds and property of the Local Section.
8. The Secretary or Secretary-Treasurer shall give notice of all meetings of the Local Section and the Executive Committee.
9. The Secretary or Secretary-Treasurer shall maintain accurate lists of the membership and their membership status; keep a record of the transaction of business that may come before such meetings; and be the custodian of the records of the Local Section. After the Annual General Meeting of the Local Section, the Secretary or Secretary-Treasurer shall transmit to the successor in office, all records and property of the Local Section.

ARTICLE VI - DIRECTORS

1. Except as these bylaws may require that action shall be otherwise authorized or taken, all authority of the Local Section shall be exercised by its Executive Committee.
2. The Executive shall consist of the at-large directors and the officers. Any member of the local section in good standing may be eligible to serve on the Executive of the Local Section.
3. The directors of the local section shall be elected as hereinafter provided, for three-year staggered terms, with an equal number of at-large directors elected each year. The term of office of directors shall begin and end on the date of the AGM. Each director shall hold office until a successor has been elected or until death, resignation, or removal.
4. A director may resign at any time, either by oral tender of resignation at any meeting of the Executive or by giving written notice thereof to the Secretary. Such resignation shall take effect at the time specified and acceptance of such resignation shall not be necessary to make it effective.
5. The Executive may, by vote of a majority of its members, remove any director at a meeting expressly called for that purpose.

6. The vacancy in office of any director may be filled by vote of the Executive. A director elected to fill such vacancy shall be elected to the unexpired term of the predecessor in office.
7. The Executive shall hold meetings at least twice a year. Meetings may be held in person or by some other means where each officer and director can communicate with all other officers and directors. Notice of the time and place of each meeting of the Executive shall be given not less than five (5) days before the date of the meeting, which notice need not specify the purpose of the meeting.
8. The presence of a majority of the Executive is necessary to constitute a quorum of a meeting. The act of majority present at a meeting at which a quorum exists is the act of the Executive. Each member of the Executive shall be entitled to one vote. Proxy voting shall not be permitted for any purpose.

ARTICLE VII - COMMITTEES

1. The Executive Committee shall consist of the officers of the Local Section: President-Past, President, President-Elect, Secretary and Treasurer or Secretary-Treasurer and Directors. The Executive Committee shall be responsible for governance and management of the Local Section and approval of new members. The President shall serve as Chairperson of the Executive Committee. The presence of a majority of the Executive Committee is necessary to constitute a quorum for a meeting. The act of a majority present at a meeting at which a quorum exists is the act of the Executive Committee. Each member of the Executive Committee shall be entitled to one vote. Meetings of the Executive Committee may be called at the discretion of the President on not less than two working (5) days notice.
2. The Events Committee shall consist of at least one (1) member. A member from the Executive Committee shall serve as its chairperson. The Events Committee shall present a tentative schedule of programs for the year to the Executive Committee for its approval. On approval of the Executive Committee, the Events Committee will implement arrangements for the programs and provide the Secretary or Secretary-Treasurer with the information to be circulated to the members of the Local Section.
3. The Nominating Committee shall consist of at least one (1) member appointed by the President at least sixty (60) days prior to the Annual General Meeting of the Local Section and the President-Past who shall serve as its Chairperson. The Nominating Committee shall nominate persons for officers and directors of the Local Section and it shall deliver its nominations for each office in writing to the Secretary-Treasurer for circulation with the Notice of the Annual General Meeting. In addition to the nominations made by the Nominating Committee nominations from the floor may be received from any member in good standing in attendance at the Annual General Meeting.

ARTICLE VII - LOCAL SECTIONS COUNCIL REPRESENTATIVES

1. The President and the President-Elect shall serve as representatives of the Local Section on the *Local Sections Council* of the AIHA National provided that neither is an Officer or Director of AIHA National, in which event the Executive Committee shall appoint another member as such a representative.
2. The representatives of the Local Section shall report at the Annual Meeting of the *Local Sections Council* on the activities of the Local Section and report back to the Local Section on the actions of the *Local Sections Council*.

ARTICLE VIII - PUBLIC STATEMENTS

1. The Local Section shall not issue or publish any public statement which utilizes any form of the name of AIHA National on a policy or technical issue, other than an issue which primarily affects the Local Section, without consent of the Board of Directors of AIHA National.
2. No public statements on any matter, which purports to represent the opinion of the Local Section, shall be issued or published unless that statement has been authorized by the Executive Committee as expressing the opinion of a majority of the members of the Local Section.

ARTICLE IX - DUES

1. Annual dues for Local Section membership become payable on the day of the Annual General Meeting (AGM) before the end of January of each year. The dues per year shall be set by the Executive Committee and changes must be approved by plurality vote of the membership.
2. Any member whose dues are unpaid on March 1st is not in good standing, and shall have no vote or other privileges of membership in the Local Section. If the dues of any member are not paid shall have their membership terminated subject to reinstatement as provided in Section 3.
3. Any member terminated for non-payment of dues may be reinstated at any time before the next Annual General Meeting of the year following termination, by payment of dues in arrears.

ARTICLE X - BALLOTS

1. The Executive Committee, at any time, may conduct by e-mail ballot, a referendum of the membership of the Local Section in connection with an issue it may consider or action to be taken. Except as provided in Article XIII, a plurality of the e-mail ballots cast in an election of any Officer or Director or in a referendum on any issue to be considered or

action to be taken shall be effective to constitute the election of a person as an Officer or Director of the Local Section and as a decision or act of the Local Section with respect to any issue to be considered or any action to be taken. In the event of a tie vote in any such e-mail ballot, the tie shall be resolved by vote of the Executive Committee.

ARTICLE XII - DISSOLUTION

1. The Local Section shall use its funds only to accomplish the purposes specified in these bylaws. No part of the funds shall be used to the advantage of any single person or entity or be distributed to the members of the local section. In the event of the dissolution or final liquidation of the local section, its remaining net assets shall be distributed to such non-profit corporations or associations as put forward by the Executive committee, as deemed appropriate by the AIHA National Board of Directors.

ARTICLE XIII - AMENDMENTS

1. These By-Laws may be amended or new By-Laws adopted by a majority vote of the members of the Local Section who respond to an e-mail ballot conducted in accordance with provisions of Article X or via a majority vote from the floor at the Annual General Meeting
2. Such amended or new By-Laws shall become effective upon approval by the Board of Directors of AIHA National.

EXECUTIVE RESPONSIBILITIES

Revised 2018

1. PRESIDENT

- Calls Executive Committee meetings
- Sets the agendas for the executive and general meetings
- Chairs the executive and general meetings
- Acts as liaison to the National Association
- Attends local section meeting at the annual conference, if possible or appoints delegate, if applicable
- Provides written report or oral report to the membership at the Annual General Meeting
- Generally acts as the section's representative to outside interests
- Ensures that a financial review takes place prior to the Annual General Meeting
- Ensures that the directors' responsibilities are assigned each year

2. PRESIDENT ELECT

- Serves on the Executive Committee
- Chairs the program committee
- Invites guest speakers and makes facility arrangements for the Annual General Meeting

3. PAST PRESIDENT

- Serves on the Executive Committee
- Chairs the nominating committee

4. TREASURER

- Serves on the Executive Committee
- Prepares the annual financial statements
- Prepares an annual budget for the regular operations of the section
- Deposits all monies for the section, including revenues from symposiums and courses
- In charge of disbursements for the section
 - All cheques signed by both Treasurer and one member of Executive Committee
 - Receipts required for all expenses
- Maintains Local Section mailing address
- On completion of term, transfers funds to successor
- Ensures that annual reports are maintained, and are properly stored
- Maintains annual records of financial statements
- Financial records are to be kept for 7 years as per Canada Revenue Agency requirements

5. SECRETARY

- Serves on the Executive Committee
- Operates as a committee, not a personal responsibility
- Takes minutes of both executive and general meetings
- Maintains the master file on an annual basis:
 - Minutes of general meetings
 - Minutes of executive meetings
 - Agendas for the above
 - Official correspondence
 - Annual records of membership committee
 - Annual records of financial statements
 - Subcommittee records and minutes
- Sends communication to members as required, including notice of meetings
- Maintains and submits a copy of the Membership Directory to AIHA National
- Maintains the local section website

COMMITTEE RESPONSIBILITIES

Revised 2018

1. MEMBERSHIP COMMITTEE

- Chaired by the Secretary with committee members comprising of any interested Local Section member in good standing
- Issues membership dues notices
- Collects membership dues
- Provides membership cards and receipts
- Maintains a membership contact list
- Maintains a membership information package and application form

2. PROGRAM/PUBLIC RELATIONS/OUTREACH COMMITTEE

- Chaired by the President-Elect with committee members comprising of any interested Local Section member in good standing.
- Responsible for providing professional development, continuing education and networking opportunities for members. Activities could include but are not limited to: workplace tours, webinars, distance learning opportunities, workshops, and technical sessions.
- A written proposal for all annual events, including the budget, will be forwarded to the Executive for approval prior to any commitment by the Committee.